

RECORDATION NO. 26580-N FILED

APR 15 '11 -3 25 PM

**SURFACE TRANSPORTATION BOARD**

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April 15, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated as of April 15, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates documents previously filed with the Board under Recordation Number 26580, 26580-B, -D and -F.

The names and addresses of the parties to the enclosed document are

Lessor:	Wells Fargo Bank Northwest, National Association, not in its individual capacity but solely as Owner Trustee 299 South Main Street, 12th Floor Salt Lake City, UT 84111
Lessee:	Duke Energy Carolinas, LLC (f/k/a Duke Power Company, LLC) 526 South Church Street Charlotte, NC 28202

Chief  
Section of Administration  
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A description of the railroad equipment covered by the enclosed document is:

11 railcars TERMINATED within the series DKPX 610046 - DKPX 620192 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Partial Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

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**PARTIAL TERMINATION OF LEASE****SURFACE TRANSPORTATION BOARD,**

THIS PARTIAL TERMINATION OF LEASE, dated as of April 15, 2011 ("Partial Termination"), is between WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as Owner Trustee (the "Lessor") and DUKE ENERGY CAROLINAS, LLC (f/k/a, Duke Power Company LLC), as Lessee ("Lessee").

1. Lessee has heretofore leased from Lessor certain railroad equipment identified on Schedule 1 attached hereto (the "Equipment"), as indicated under Lease Supplement No. 1, dated as of September 28, 2006, Lease Supplement No. 2, dated as of September 28, 2006, Lease Supplement No. 3, dated as of October 31, 2006 and Lease Supplement No. 4, dated as of November 30, 2006, to that certain Equipment Lease Agreement (DPC Trust No. 2006-1), dated as of September 28, 2006 (collectively, the "Lease"), evidence of which was filed with the Surface Transportation Board (the "STB") and the Registrar General of Canada, on such dates, and with respect to the STB, with such recordation numbers, as set forth on Schedule 2 hereto. Capitalized terms used herein without definition shall have the meanings given such terms in the Lease.

2. The Lease is terminated effective as of the date hereof solely with respect to the Equipment, which have suffered an Event of Loss under the Lease.

3. This Partial Termination shall neither impair nor terminate the rights and obligations of the parties under the Lease which expressly survive this termination.

4. This Partial Termination may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the undersigned has caused this Partial Termination of Lease to be executed as of the first date herein above written.

WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION, not in its  
individually capacity but solely as Owner  
Trustee, as Lessor

By: Michael A. Arsenault  
Name: Michael Arsenault  
Title: Vice President

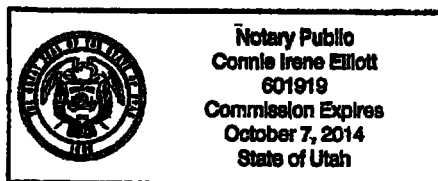
STATE OF Utah )  
COUNTY OF Salt Lake ) ss:

The foregoing Partial Termination of Lease was acknowledged before me, the undersigned  
Notary Public, in the County of Salt Lake this    day of April, 2011 by,  
Michael Arsenault, as Vice President of Wells Fargo Bank  
Northwest, National Association.

[Signature]  
Notary Public

My commission expires: 10/7/2014

[Notarial Seal]



IN WITNESS WHEREOF, the undersigned has caused this Partial Termination of Lease to be executed as of the first date herein above written.

DUKE ENERGY CAROLINAS, LLC

By: Jeff Lamb

Name: Jeff Lamb

Title: Director, Carolinas Fuel Supply

STATE OF NC )  
 ) ss:  
COUNTY OF Mecklenburg

The foregoing Partial Termination of Lease was acknowledged before me, the undersigned Notary Public, in the County of mecklenburg this 7 day of April, 2011 by Jeff Lamb, as Director, Carolinas Fuel Supply of Duke Energy Carolinas, LLC.

Lita Skelley

Notary Public

My commission expires: 6/17/12



**Schedule 1**

**EQUIPMENT DESCRIPTION  
(Equipment Group A, B, C and D)**

**Type of Railcar:** Aluminum Car

**Quantity:** Eleven (11)

**Car Marks:** DKPX

**Running Numbers:** 610046  
610151  
610324  
610325  
610385  
610395  
610411  
610482  
610501  
610527  
620192

## Schedule 2

### **EVIDENCE OF FILING**

A Memorandum of Lease Agreement, Lease Supplement No. 1 and Lease Supplement No. 2 was filed with (i) the Surface Transportation Board on September 27, 2006 at 4:00 p.m. under recordation number 26580, and (ii) the Registrar General of Canada on September 27, 2006 at 4:14 p.m.

A Memorandum of Equipment Lease Agreement and Lease Supplement No. 3 was filed with (i) the Surface Transportation Board on October 30, 2006 at 3:35 p.m. under recordation number 26580-B, and (ii) the Registrar General of Canada on October 31, 2006 at 10:13 a.m.

A Memorandum of Equipment Lease Agreement and Lease Supplement No. 4 was filed with (i) the Surface Transportation Board on November 29, 2006 at 2:30 p.m. under recordation number 26580-D, and (ii) the Registrar General of Canada on November 29, 2006 at 3:51 p.m.

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

4/15/11



\_\_\_\_\_  
Robert W. Alvord